

**MINUTES OF THE REORGANIZATION MEETING
OF THE BOARD OF DIRECTORS
OF THE BETHLEHEM AUTHORITY**

JANUARY 9, 2014

As provided for in the by-laws of the Bethlehem Authority, the annual reorganization meeting of the Board of Directors of the Bethlehem Authority was held on January 9, 2014 at 4:00 PM, in Conference Room B-504, 10 E. Church Street, Bethlehem, PA and called to order by Mr. Vaughn Gower, Chairman, with the following also in attendance:

- Mr. John Tallarico, Vice Chairman
- Mr. Mark Jobes, Treasurer
- Ms. Laurie Hackett, Assistant Secretary/Treasurer
- Mr. James Broughal, Esq., Solicitor
- Mr. John Filipos, CPA, Controller
- Mr. Stephen Repasch, Executive Director
- Ms. Sandra Reppert, Administrative Assistant
- Mr. Daniel Meixell, Special Police Officer

V. Gower appointed Solicitor James Broughal to act as Temporary Chairman to conduct the appointments of the Bethlehem Authority Board of Directors, professionals and staff for the year 2014.

Chairman. J. Tallarico nominated Vaughn Gower to serve as Chairman of the Bethlehem Authority, and there were no other nominations. M. Jobes seconded. The nominations were unanimously closed. L. Hackett, J. Jobes and J. Tallarico voted aye to appoint Vaughn Gower as Chairman of the Bethlehem Authority for the year 2014.

Vice Chairman. V. Gower nominated John Tallarico to serve as Vice Chairman of the Bethlehem Authority, and there were no other nominations. L. Hackett seconded. The nominations were unanimously closed. V. Gower, L. Hackett and M. Jobes voted aye to appoint John Tallarico as Vice Chairman of the Bethlehem Authority for the year 2014.

Secretary. M. Jobes nominated Laurie Hackett to serve as Secretary of the Bethlehem Authority, and there were no other nominations. J. Tallarico seconded. The nominations were unanimously closed. V. Gower, M. Jobes and J. Tallarico voted aye to appoint Laurie Hackett as Secretary of the Bethlehem Authority for the year 2014.

Treasurer. V. Gower nominated Mark Jobes to serve as Treasurer of the Bethlehem Authority, and there were no other nominations. J. Tallarico seconded. The nominations were unanimously closed. V. Gower, L. Hackett and J. Tallarico voted aye to appoint Mark Jobes as Treasurer of the Bethlehem Authority for the year 2014.

Assistant Secretary/Treasurer. The nomination for Assistant Secretary/Treasury was tabled.

Solicitor. J. Tallarico moved to reappoint James L. Broughal, Esquire, of the firm Broughal & DeVito, as Solicitor for the Bethlehem Authority for the year 2014. L. Hackett seconded. Motion passed unanimously.

Controller. J. Tallarico moved to reappoint John V. Filipos, CPA, of the firm Buckno, Lisicky & Co., as Controller for the Bethlehem Authority for the year 2014. M. Jobes seconded. Motion passed unanimously.

Consulting Engineer. V. Gower moved to reappoint the firm of Barry Isett and Associates as Consulting Engineer for the Bethlehem Authority for the year 2014. M. Jobes seconded. Motion passed unanimously.

Financial Advisor. V. Gower moved to reappoint Steven Goldfield of Public Resources Advisory Group as Financial Advisor for the Bethlehem Authority for the year 2014. L. Hackett seconded. V. Gower queried the appropriateness of the Authority and the City having the same financial advisor. J. Broughal responded his recommendation is that the entities should always have separate financial advisors to act in the best interests of each entity. Motion passed unanimously.

Bond Counsel. M. Jobes moved to reappoint C. Peter Carlucci, Esquire, of the firm Eckert, Seamans, Cherin & Mellott, L.L.C., as Bond Counsel for the Bethlehem Authority for the year 2014. V. Gower seconded. Motion passed unanimously.

Consulting Forester. M. Jobes moved to reappoint Robin Wildermuth of Woodland Management Services as Consulting Forester for the Bethlehem Authority for the year 2014. J. Tallarico seconded. Motion passed unanimously.

Executive Director. V. Gower moved to reappoint Stephen Repasch as Executive Director of the Bethlehem Authority for 2014. M. Jobes seconded. Motion passed unanimously.

Administrative Assistant. M. Jobes moved to reappoint Sandra Reppert as Administrative Assistant of the Bethlehem Authority for the year 2014. V. Gower seconded. Motion passed unanimously.

Special Police Officer. V. Gower moved to reappoint Daniel Meixell as Special Police Officer of the Bethlehem Authority for the year 2014. J. Tallarico seconded. Motion passed unanimously.

Deputy Special Police Officer. V. Gower moved to reappoint Steven Mertz as Deputy Special Police Officer of the Bethlehem Authority for the year 2014. M. Jobes seconded. Motion passed unanimously.

COURTESY OF THE FLOOR

Mr. Antalics queried who the Authority is dependent on if the Authority and City are independent of each other. V. Gower responded there is a contractual relationship between the two, whereas the Authority owns the assets (the land, watershed) and holds the debt (the dams, infrastructure) and the City leases and operates the system. The two separate entities are bound together by a contract governed by the bond documents. However, the simple answer would be the Authority is dependent on the City. It was created to provide a watershed to produce and deliver a water product.

ADJOURNMENT

The Board unanimously adjourned the reorganization meeting at 4:15 PM.

Laurie G. Hackett, Secretary